

## Yackulic, Ted

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**From:** Shawn Ryan <shawn@sryanlaw.com>  
**Sent:** Friday, January 31, 2014 7:06 PM  
**To:** 'Feldman, Stephen (Perkins Coie)'; 'Justin D. Leonard'; Frederick.Phillips@USDOJ.GOV; Yackulic, Ted  
**Cc:** 'Mark Okazaki'  
**Subject:** RE: ATI Settlement Agreement  
**Attachments:** EPA SA Lombard revs to Absorbent\_Tech\_draft\_SA 1 31 14.doc

I've been gone all day to the Ferry site in Albany and have just had a chance to review the Settlement Agreement and the revisions to it. I have attached a redlined draft with my minimal comments. The attached draft accepted all of the changes to the draft that Justin last sent and only shows in redline the changes that I have made to Sections 16 and 26.

The draft that I was sent did not include the Escrow Agreement and I do have Stephen's email stating that he doesn't think that Lombard and the Trustee need to review it or be a party to it. I disagree. The Settlement Agreement is not effective until escrow pays the EPA the \$250,000. I care when and how the Settlement Agreement becomes effective and I don't want that to be through an agreement I haven't even seen and to which my client is not a party. The Settlement Agreement doesn't address what the escrow agent is required to do with the \$115,000 estate payment if the \$250,000 cannot be disbursed to the EPA. I need to know that. The Escrow Agreement is also part of the Settlement Agreement, thus, we should be reviewing it.

When comments to the Settlement Agreement are circulated, please include me on those emails.

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We are now required by federal law to inform you that any tax advice in this communication is not intended or written to be used, and cannot be used by the recipient for the purpose of avoiding penalties that may be imposed on any taxpayer.

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**From:** Feldman, Stephen (Perkins Coie) [mailto:SFeldman@perkinscoie.com]  
**Sent:** Friday, January 31, 2014 1:27 PM  
**To:** shawn@sryanlaw.com  
**Cc:** Justin D. Leonard (jleonard@ml-llp.com)  
**Subject:** FW: ATI Settlement Agreement

**From:** Justin D. Leonard [<mailto:jleonard@ml-llp.com>]  
**Sent:** Friday, January 31, 2014 1:10 PM  
**To:** Feldman, Stephen (Perkins Coie)  
**Cc:** Phillips, Frederick (ENRD); Yackulic, Ted  
**Subject:** Re: ATI Settlement Agreement

Per Stephen's request, here's a revised Settlement Agreement. It includes the changes from the EPA today, as well as my own relating to BK specific issues.

I look forward to the EPA's approval and/or any final changes.

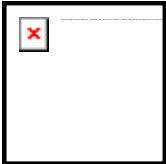
Thanks,

Justin

- - -

**Justin D. Leonard**

Admitted in Oregon, Washington & Idaho



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On Fri, Jan 31, 2014 at 11:58 AM, Feldman, Stephen (Perkins Coie) <[SFeldman@perkinscoie.com](mailto:SFeldman@perkinscoie.com)> wrote:

Justin, can you please incorporate the minor additional changes that Fred sent earlier today, as I am presently working on revisions to the Escrow Agreement. Thanks.

**From:** Justin D. Leonard [mailto:[jleonard@ml-llp.com](mailto:jleonard@ml-llp.com)]

**Sent:** Friday, January 31, 2014 11:54 AM

**To:** Phillips, Frederick (ENRD)

**Cc:** Feldman, Stephen (Perkins Coie); Yackulic, Ted; Kenneth Eiler

**Subject:** Re: ATI Settlement Agreement

Stephen -- I just sent you and Shawn my revised version of the settlement. Little of the EPA language was modified. I am now catching up on emails and I see that the EPA provides some further revisions. Can you take responsibility for making those edits to my version, or do you want me to incorporate those?

I am available to discuss if necessary, except I have a conference call at 2.

I'm happy to forward my revisions to the Agreement to Ted and Fred but thought it might be beneficial to include the EPA's revisions first, especially because my changes shouldn't be controversial. Regarding the document retention, the Estate cannot be responsible for holding ATI documents, but the Estate can agree to the extent it has documents, that it will go through the procedure to advise the EPA prior to destruction as set forth in the agreement. I hope that is acceptable.

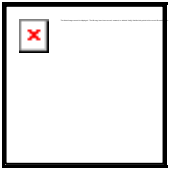
Thanks,

Justin

- - -

**Justin D. Leonard**

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On Fri, Jan 31, 2014 at 11:44 AM, Phillips, Frederick (ENRD) <[Frederick.Phillips@usdoj.gov](mailto:Frederick.Phillips@usdoj.gov)> wrote:

I'm on a call right now, but expect to be free within about ½ hour.

Thanks.

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**From:** Feldman, Stephen (Perkins Coie) [mailto:[SFeldman@perkinscoie.com](mailto:SFeldman@perkinscoie.com)]  
**Sent:** Friday, January 31, 2014 2:30 PM  
**To:** Phillips, Frederick (ENRD); 'Justin D. Leonard ([jleonard@ml-llp.com](mailto:jleonard@ml-llp.com))'  
**Cc:** Yackulic, Ted  
**Subject:** RE: ATI Settlement Agreement

Fred,

I have now had a chance to quickly review your revisions. I do not foresee any issues on my end. I also will agree to take on the task of making sure all of the paragraph/section numbers and cross-references are accurate.

We should probably schedule a call for this afternoon to discuss the few remaining questions/comments/issues. Hopefully, we will have Justin's proposal regarding the bankruptcy-related issues shortly and can discuss that during our call.

Stephen

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**From:** Phillips, Frederick (ENRD) [<mailto:Frederick.Phillips@usdoj.gov>]  
**Sent:** Friday, January 31, 2014 10:50 AM  
**To:** Feldman, Stephen (Perkins Coie); 'Justin D. Leonard' ([jleonard@ml-llp.com](mailto:jleonard@ml-llp.com))'  
**Cc:** Yackulic, Ted; Phillips, Frederick (ENRD)  
**Subject:** ATI Settlement Agreement

I've attached a slightly revised draft SA that we will recommend for approval. Note that there remain a couple comments/questions for final resolution. Paragraph numbers and cross-references still need to be checked/fixed. I'm hoping that someone with more assistance than I have (i.e., none) can deal with document clean-up.

Questions – it appears that the Ferry St folks have been omitted from all recent email traffic/document exchanges. Shouldn't they be a party to the SA? Similarly, shouldn't the Trustee and Ferry be parties to the EA? They're committing to funding it.

Thanks.

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sent from the Internet into the agency via Email.

If the message sender is known and the attachment was legitimate, you  
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